

**THE UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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New Jersey Carpenters Health Fund, New Jersey	:
Carpenters Vacation Fund and Boilermaker	:
Blacksmith National Pension Trust, <i>on Behalf of</i>	:
<i>Themselves and All Others Similarly Situated,</i>	:
	:
Plaintiffs,	:
	:
v.	:
	:
Residential Capital, LLC, Residential Funding, LLC,	:
Residential Accredited Loans, Inc., Bruce J. Paradis,	:
Kenneth M. Duncan, Davee L. Olson, Ralph T. Flees,	:
Lisa R. Lundsten, James G. Jones, David M. Bricker,	:
James N. Young, Residential Funding Securities	:
Corporation d/b/a GMAC RFC Securities, Goldman,	:
Sachs & Co., RBS Securities, Inc. f/k/a/ Greenwich	:
Capital Markets, Inc. d/b/a RBS Greenwich Capital,	:
Deutsche Bank Securities, Inc., Citigroup Global	:
Markets, Inc., Credit Suisse Securities (USA) LLC,	:
Bank Of America Corporation <i>as successor-in-interest</i>	:
<i>to Merrill Lynch, Pierce, Fenner &amp; Smith, Inc., UBS</i>	:
<i>Securities, LLC, JPMorgan Chase, Inc., as successor-</i>	:
<i>in-interest to Bear, Stearns &amp; Co., Inc., and Morgan</i>	:
<i>Stanley &amp; Co., Inc.,</i>	:
	:
Defendants.	:

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**NOTICE OF MOTION OF LEAD PLAINTIFF NEW JERSEY CARPENTERS  
HEALTH FUND, PLAINTIFF NEW JERSEY CARPENTERS VACATION FUND,  
AND ADDITIONAL CLASS REPRESENTATIVE LOCAL 74 USWU WELFARE  
FUND TO MODIFY THE CERTIFIED CLASS TO ENCOMPASS ADDITIONAL  
OFFERINGS AND DESIGNATE AN ADDITIONAL CLASS REPRESENTATIVE**

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law and Declaration of Michael Eisenkraft, with supporting exhibits, and along with materials previously submitted in connection with Lead Plaintiff's prior motions for class certification, Lead Plaintiff New Jersey Carpenters Health Fund ("Carpenters Health

Fund”), Plaintiff New Jersey Carpenters Vacation Fund (“Carpenters Vacation Fund”) (together, the “New Jersey Carpenters Funds”) and Proposed Class Representative Local 74 USWU Welfare Fund (“Local 74 Welfare Fund”), by counsel, will move this Court pursuant to Rule 23(a), 23(b)(3), and 23(g) of the Federal Rules of Civil Procedure for an Order:

- (i) Modifying the Currently Certified Class to include all initial purchasers on the Original and Additional Offerings (as defined in the accompanying memorandum of law) who purchased directly from the underwriters or their agents within ten trading days of the Offering;<sup>1</sup> and
- (ii) appointing the New Jersey Carpenters Funds and Local 74 USWU as Class Representatives on behalf of All Offerings.

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<sup>1</sup> Excluded from the Class are Defendants, and their respective officers, affiliates and directors at all relevant times, members of their immediate families and their legal representatives, executors, estates, administrators, successors and assigns, insurers, and any entity in which any defendants have or had a controlling interest. Also excluded from the Class are Federal National Mortgage Association (“Fannie Mae”) and the Federal Home Loan Mortgage Corporation (“Freddie Mac”).

Dated: New York, New York.  
June 25, 2013

Respectfully submitted,

**COHEN MILSTEIN SELLERS & TOLL PLLC**

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*Attorneys for Plaintiffs, Additional Class Representative and the Class*

**CERTIFICATE OF SERVICE**

I, Kenneth M. Rehns, counsel for Plaintiffs, the New Jersey Carpenters Funds, and Additional Proposed Class Representative, Local 74 USWU Welfare Fund, hereby certify that on June 25, 2013, I caused the foregoing document to be filed via ECF which sent a copy of this Notice of Motion by electronic mail to all counsel of record.

/s/ Kenneth M. Rehns  
Kenneth M. Rehns